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DATE FILED: 5/15/2020

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

WILLIAM ZHANG, individually and on
behalf of all others similarly situated,

Plaintiff,

v.

CIVIC TECHNOLOGIES, INC., VINNY
LINGHAM, and JONATHAN SMITH,

Defendants.

Case No. 1:20-cv-02811-AT

**JOINT STIPULATION AND
ORDER REGARDING (1)
SERVICE OF PROCESS, (2) THE
FILING OF AN AMENDED
COMPLAINT AND MOTION TO
DISMISS BRIEFING SCHEDULE,
AND
(3) ADJOURNMENT OF THE
INITIAL PRETRIAL
CONFERENCE**

Plaintiff William Zhang, individually and on behalf of all others similarly situated, and Defendants Civic Technologies, Inc., Vinny Lingham, and Jonathan Smith (collectively, “Defendants”) (together, the “Parties”), by and through their undersigned counsel, hereby stipulate as follows:

WHEREAS, on April 3, 2020, Plaintiff filed a class action complaint against Defendants, Dkt. No. 1 (the “Initial Complaint”), bringing claims under Sections 5 and 12(a)(1) of the Securities Act of 1933 (the “Securities Act”) and the Illinois Securities Law of 1953;

WHEREAS, the Private Securities Litigation Reform Act of 1995 (the “PSLRA”) requires that plaintiffs bringing class action claims under the Securities Act publish a notice advising members of the putative class of the pendency of the action, and provides that any member of the putative class may move the court to serve as lead plaintiff of the putative class within 60 days after the notice is published (15 U.S.C. § 77z-1(a)(3)(A));

WHEREAS, the PSLRA provides for an automatic stay of discovery during the motion to dismiss process (15 U.S.C. § 77z-1(b)(3)(B));

WHEREAS, Plaintiff avers that it published the PSLRA-mandated notice on April 8, 2020;

WHEREAS, Plaintiff effected service of process on Defendants Civic Technologies, Inc. and Vinny Lingham on April 24, 2020;

WHEREAS, Defendants Civic Technologies, Inc. and Vinny Lingham's deadline to answer, move against, or otherwise respond to the Initial Complaint is presently May 15, 2020;

WHEREAS, Plaintiff intends to file a motion for appointment as Lead Plaintiff and approval of lead counsel;

WHEREAS, the Parties anticipate that the Court-appointed Lead Plaintiff will file an amended class action complaint, and that Defendants will thereafter respond to the amended class action complaint; and

WHEREAS, the Parties have conferred on a proposed schedule for the filing of the amended class action complaint and Defendants' response, following the Court's appointment of a Lead Plaintiff and approval of lead counsel;

IT IS ACCORDINGLY STIPULATED, by and between the undersigned counsel for the Parties, subject to the Court's approval, as follows:

1. The undersigned counsel for Defendants hereby waives service on behalf of all Defendants of the summons and complaint pursuant to Federal Rule of Civil Procedure 4(d); provided, however, that the acceptance of service and entry into this

Stipulation shall not waive, and Defendants expressly preserve, all rights, claims and defenses, including, but not limited to, all defenses relating to jurisdiction, other than a defense as to the sufficiency of service of the summons and complaints and the form of the summons.

2. Defendants shall have no obligation to answer, move against, or otherwise respond to the Initial Complaint unless otherwise ordered by the Court.

3. Plaintiff shall file his motion for appointment as Lead Plaintiff and approval of class counsel by June 8, 2020.

4. Defendants shall file any opposition to Plaintiff's motion for appointment as Lead Plaintiff and approval of class counsel by June 22, 2020.

5. Plaintiff shall file any reply in further support of the motion for appointment as Lead Plaintiff and approval of class counsel by July 6, 2020.

6. Lead Plaintiff shall file an amended class action complaint within 45 days after the entry of the Court's order appointing a lead plaintiff and approving lead counsel.

7. Defendants shall answer, move against, or otherwise respond to the amended class action complaint within 45 days after Lead Plaintiff files the amended class action complaint.

8. If Defendants move to dismiss the amended class action complaint, Lead Plaintiff shall file any opposition to the motion to dismiss within 30 days after the filing of the motion, and Defendants shall file any reply within 21 days after the filing of the opposition to the motion to dismiss.

9. The initial pre-trial conference in this action, although not yet scheduled, shall be adjourned *sine die* until after Defendants' motion to dismiss is decided, or if no such motion is filed, until after Defendants respond to the amended class action complaint.

Date: May 14, 2020

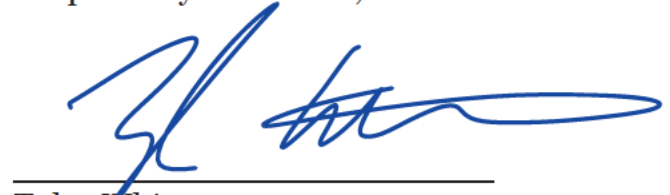


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Respectfully submitted,




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Attorneys for Defendants

SO ORDERED:

Dated: May 15, 2020
New York, New York



ANALISA TORRES
United States District Judge